Gregg M. Galardi, Esq. lan S. Fredericks, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP One Rodney Square PO Box 636 Wilmington, Delaware 19899-0636 (302) 651-3000 Dion W. Hayes (VSB No. 34304) Douglas M. Foley (VSB No. 34364) MCGUIREWOODS LLP One James Center 901 E. Cary Street Richmond, Virginia 23219 (804) 775-1000

-and-

Chris L. Dickerson, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP 333 West Wacker Drive Chicago, Illinois 60606 (312) 407-0700

Counsel to the Debtors and Debtors in Possession

## IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In re:  CIRCUIT CITY STORES, INC.,  et al.,		_X : : :	Chapter 11 Case No. 08-35653 (KRH) Jointly Administered
	Debtors.	: : _X	

# AFFIDAVIT IN SUPPORT OF EMPLOYMENT OF RSM ROC & COMPANY AS A PROFESSIONAL UTILIZED IN THE ORDINARY COURSE OF BUSINESS

STATE OF <u>PUERTO RICO</u>) ss: 660-388756 COUNTYOF <u>UNITED STATES</u>)

Rosa M. Velez Borrás, being duly sworn deposes and says:

i)

- Company, ("the Firm"), which has been employed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")¹ in the ordinary course of their business. The Debtors wish to retain the Firm to continue providing such ordinary-course services during their chapter 11 cases. This Affidavit is submitted in compliance with the Order Granting Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105 (A), 327, 330 And 331 Authorizing Debtors To Employ Professionals Utilized In The Ordinary Course Of Business (the "OCB Professionals Order").
- 1. The Firm was provided with a list of interested parties, a copy of which is annexed hereto as Exhibit 1, and conducted a search of Firm's records for the names identified thereon. Based on that search, neither I, the Firm, nor any partner or associate thereof, insofar as I have been able to ascertain, has any connection with the Debtors, their creditors or stockholders, or any party in interest herein, except as set forth hereinafter:
  - (a) Tax services rendered to Circuit City Stores PR, LLC.
  - (b) Consulting services rendered to Autoridad de Acueductos y Alcantarillados.
  - (c) Consulting services rendered to Puerto Rico Telephone
  - (d) Tax services rendered to UBS Financial Services, Inc.

The Debtors are the following entities: Tweeter Home Entertainment Group, Inc. ("Tweeter"), Hillcrest High Fidelity, Inc., NEA Delaware, Inc., New England Audio Co., Inc., Sound Advice, Inc., Sound Advice of Arizona, Inc., Sumarc Electronics, Inc., and THEG USA, L.P.

- 2. The Firm does not represent or hold any interest adverse to the Debtors or their estates with respect to the engagement for which we are to be retained.
- 3. The Firm has a claim for a pre-petition invoice in relation to tax services rendered during the month of September 2008 in the amount of \$2,115.
- 4. The Firm has been engaged in the assistance of sales and use tax matters as well as preparation of Volume of Business Declarations and Personal Property Tax Returns. The Firm has also provided services towards the quarterly preparation of the income tax provision for the Puerto Rico operations and other tax consulting services.
- associates may have in the past represented, currently represent, and may in the future represent entities that are claimants or equity security holders of the Debtors in matters totally unrelated to the Debtors' chapter 11 cases.

  None of those past or current representations are material. This Firm will be in a position to identify with specificity all such persons or entities when lists of all creditors of the Debtors have been prepared and will make any further disclosures as may be appropriate at that time. The Firm intends to apply for compensation for professional services rendered in connection with these chapter 11 cases directly to the Debtors, in accordance with the OCB

services based in the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm. The principal accountants designated to represent the Debtors and their current standard rates are:

Classification	Hourly Rates
Tax Partner	\$ 21
Tax Manager	\$ 95- \$ 18
Tax Senior	\$7
Tax Staff	\$ 6

7. The rates set forth above are subject to periodic adjustment to reflect economic and other conditions. Such rates are the Firm's standard rates for work of this nature. The rates are set at a level designed to fairly compensate the Firm for the work of its accountants and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with a client's case. The expenses charged to clients include, among other things, photocopies, and messenger services and, in general, all identifiable expenses that would not have been incurred except for representation of a particular client. The Firm will charge the Debtors for these expenses in a manner and at rates consistent with charges made generally to the Firm's other clients.

8. Except as provided in the OCB Professionals Order, no representations or promises have been received by the Firm nor by any partner or associate thereof as to compensation in connection with these cases other than in accordance with the provisions of the Bankruptcy Code. The Firm has no entity agreement with any other entity to share with such entity any compensation received by the Firm in connection with these chapter 11 cases.

WHEREFORE, affiant respectfully submits this Affidavit in Support of Employment of RSM ROC & Company as a Professional Utilized in the Ordinary Course of Business.

Rosa M. Vélez-Borrá

Tax Partner

San Juan, PR 00922-0528

Sworn to before me this 16 day of 2009.

Notary Public

My Commission Expires: Paratace

AFFidavit no. 537

Parties in Interest List

The Debtors

Abbott Advertising Agency, Inc.

CC Aviation, LLC

CC Distribution Company of Virginia, Inc.

Circuit City Properties, LLC

Circuit City Purchasing Company, LLC

Circuit City Stores, Inc.

Circuit City Stores PR, LLC Circuit City Stores West Coast, Inc.

Courcheval, LLC InterTAN, Inc.

Kinzer Technology, LLC Mayland MN, LLC Orbyx Electronics, LLC

Patapsco Designs, Inc.

Prans, Inc.

Sky Venture Corporation Ventoux International, Inc.

XS Stuff, LLC

Non-Debtor Affiliates

Asian Sourcing & Procurement Services Co. Ltd.

Cicuit City Global Sourcing Ltd Early Adopter Fund, LLC InterTAN Canada, Ltd InterTAN France SNC

InterTAN Ontario Ltd. PlumChoice, Inc.

Sixth Street Marketplace, LP

St. Tammany Oaks Subdivision Association LLC

Theater Xtreme Entertainment Group, Inc.

### **Directors and Officers**

Baldyga, Lisa

Barretta, Henry P.

Besanko, Brue H.

Bossin, Alan

Bradley, Brian S.

Breitenbecher, Kelly E.

Brill, Ronald M.

Byrd, Carolyn H. Cuthbertson, Ron

Daoust, Ean Dunn, Philip J.

Fairbaim, Ursula O.

Feigin, Barbara S.

Foss, Michael E.

Grove, Jacqueline

Hardymon, James F.

Harlow, John T.

Hedgebeth, Reginald D. Heidemann, Lyle G.

Jonas, Eric A., Jr.

Kane, Alan

Kelly, John J.

King, Alan B.

Komstein, Don R.

Ma, Jeric

Marcum, James A.

McDonald, Jeffrey A.

Mosier, Michelle Mulleady, John

Oakey, John A., III

Owen, Linda M.

Pappas, Steven P.

Ramsey, Daniel W.

Mith, Marlies A.

Salovaara, Mikael

Schoonover, Philip J.

Spainhour, J. Patrick

Spurling, Richard D.

Stone, Jeffrey S.

Swidler, Gerald L.

Turner, Ronald L.

Wahle, Elliot

## **Businesses Affiliated with Directors**

### and Officers

AFC Enterprises

Woo, Carolyn Y.

Air Products and Chemicals Inc.

Aon Corporation

Bally Total Fitness Holding Corporation

Centex Corporation

Home Depot International

Iconix Brand Group Inc.

Lexmark International Inc.

Nisource Inc.

Pan American Life Insurance

Stride Rite Sourcing International

Sunoco Inc.

Textron Lycoming Corporation

The Brink's Company

The Servicemaster Company

True Value Company

Varsity Brands Inc.

VF Corporation

Wabco Holdings

### Significant Shareholders

J. Richard Atwood

Classic Fund Management Aktiengesellschaft

First Pacific Advisors LLC

HBK Investments LP

HBK Management LLC

HBK Master Fund

HBK Master Fund LP

HBK Partners II LP HBK Services LLC

Robert L Rodriguez

Mark J Wattles

### Prepetition and Postpetition

### Secured Lenders

Ableco Finance LLC

Bank of America, N.A.

Burdale Finance Ltd.

Capital One Leverage Finance Corporation

Crystal Capital

Fifth Third Bank

General Electric Capital Corporation

GMAC Commercial Finance LLC

JPMorgan Chase Bank, N.A.

National City Business Credit, Inc.

PNC Bank, N.A.

SunTrust Bank

**Textron Financial Corporation** 

UBS Loan Finance LLC

**UPS Capital Corporation** 

Wachovia Capital Finance Corporation

Webster Financial Corporation

Wells Fargo Retail Finance, LLC

### Merchandise Creditors

Alliance Entertainment

Apple

Audiovox

Belkin Logistics Inc.

Buena Vista Home Video

Columbia Tristar Home Video Dlink Systems

Eastman Kodak Company

Electronic Arts

Epson America Inc.

Fox Home Entertainment

Fuji Photo Film USA

Garmin International Inc.

Hewlett-Packard

Hisense USA Corporation

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Kingston Technologies

Klipsch Audio Technologies, LLC

Lenovo, Inc.

Lexmark International Inc.

Linksys Logitech Inc.

Microsoft Corporation

Microsoft Xbox

Mitsubishi Digital Electronics

Monster Cable Products

Nikon Inc.

Olympus Corporation

Omnimount Systems Inc.

Oncorp US, Inc.

Onkyo USA Corporation Panasonic North America

Paramount Home Video

Pioneer Electronics (USA) Inc. Samsung Electronics America Inc.

Samsung Opto Electronics Inc. Sandisk Corporation

Sharp Electronics Corporation

Sony Computer Entertainment

Sony Electronics Inc.

Stillwater Designs Inc.

THO Inc. Tomtom Inc.

Toshiba America Consumer Products

Toshiba Computer Systems Division

Universal Distribution Records

Vizio

Warner Home Video

Western Digital Technologies

Zenith Electronics Corporation

### Vendors and Major Contract Parties

Alpha Security Products

American Systems Corporation

Andrews Electronics Inc.

Bailiwick Data Systems Inc.

CDW Direct LLC

Clay Inc, Bruce

Clickit Inc. Cormark Inc.

Corporate Express

Corporate Facilities Group

Cosco

DC Power Solutions

Eastern Security Corporation

Eleets Logistics

Ereplacements LLC

Fire Materials Group LLC

Gorilla Nation Media

Graphic Communications

Illinois Wholesale Cash Register

Innerworkings LLC J&F Mfg Inc

JLG Industries Inc.

Nextag

NFL Enterprises LLC

North American Roofing Systems Inc.

Northern Wire Productions

Orbis Corporation

Pricegrabber.Com LLC

PTR Compactor & Baler Company

Quebecor World KRI

Retail Maintenance Services LLC

Samsung Electronics America Inc.

Shopping.Com Inc.

Shopzilla Inc.

Sony

Specificmedia Inc.

Standard Electric

Streater Inc.

Swiff Train Company

Trane

Tremor Media

Universal Fixtures & Display

**US Signs** 

USIS Commercial Services Inc.

Vance Baldwin

Vanguard Products Group Inc.

Vector Security

Virginia Electronic Components

Wayne Dalton Corporation

Weather Channel Interactive, The

### Fifty Largest Unsecured Creditors

Advertising.com

Alliance Entertainment

Apex Digital Inc

Audiovox

Belkin Logistics Inc.

Bethesda Softworks

Buena Vista Home Video

Columbia Tristar Home Video

Dlink Systems

Eastman Kodak Company

Fox Home Entertainment

Fuji Photo Film USA

Garmin International Inc.

Graphic Communications

Hewlett-Packard

Hisense USA Corporation

IBM

IBM Strategic Outsourcing Wire

Incomm

Kensington Computer Products Group

Kingston Technologies

Klipsch Audio Technologies LLC

Lenovo, Inc.

Lexar Media Inc.

Lexmark International Inc.

Linksys

Microsoft Corp Consignment

Microsoft Xbox Consignment

Mitac USA Inc.

Mitsubishi Digital Electronics

Monster Cable Products

Navarre Consignment

Navarre Corporation Nikon Inc.

Olympus Corporation

Omnimount Systems Inc.

Oncorp US, Inc.

Onkyo USA Corporation

Panasonic North America

Paramount Home Video

Pioneer Electronics (USA) Inc.

Samsung Electronics America

Sandisk Corporation

Sharp Electronics Corporation

Simpletech

Sony Computer Entertainment

Sony Electronics Inc.

Stillwater Designs Inc. THQ Inc. (ValuSoft)

Toshiba America Business Solutions Inc.

Toshiba America Consumer Products Toshiba Computer Systems Division

Vizio

Vtech Communications Inc.

Vtech Electronics

Warner Home Video Zenith Electronics Corporation

### Consignors

foneGear

Memorex Products, Inc.

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Navarre Corporation Panasonic Consumer Electronics Company Pinnacle Systems, Inc. (Avid Tech Inc.) THQ Inc. (ValuSoft)

Credit Card Companies and/or Processors

American Express Chase Bank, USA Discover Card IPS Card Solutions, Inc.

MasterCard ValueLink Visa Inc.

Insurers

American Empire Excess & Surplus Lines
American Home Assurance Company

Arch Insurance Group
Axis Reinsurance Company
Axis Surplus Insurance Company

Chubb
CNA Global Specialty Lines
Continental Casualty Company
Essex Insurance Company
Executive Risk Indemnity Inc.
Federal Insurance Company
Fireman's Fund Insurance Company

Glacier Re

Global Aerospace, Inc. Global Excess Partners

Great American Assurance Company Great American Insurance Company

Industrial Risk Insurers

Integon Specialty Insurance Company Lancashire Insurance Company (UK) Ltd Landmark American Insurance Company

Lexington Insurance Company

Liberty Mutual Fire Insurance Company

Lloyds of London

National Liability & Fire Insurance Company National Union Fire Insurance Company Ohio Casualty Insurance Company Old Republic Risk Management Inc.

Princeton Excess & Surplus Lines Insurance Co.

RSUI Indemnity Company St. Paul Mercury Insurance Company

State National Insurance Company

Westchester Surplus Lines Insurance Company

XL Specialty Insurance Company Zurich American Insurance Company

Third Party Administrators

Aetna Life Insurance Company Alliance Entertainment Corporation

American Express Travel Related Services Company

American Express Trust Company

Aon Inc. Assurant Inc.

Avista Advantage, Inc.

Beecher Carlson Insurance Services Computerized Waste Systems

CTSÍ E-Count

Empire Blue Cross Blue Shield Hewitt Associates LLC

IBM

Jardine Lloyd Thompson Canada

Kaiser Permanente Marsh USA, Inc. Medco Health Solutions Mercer Insurance Group

Mid-Atlantic Vision Service Plan, Inc.

Navigant Consulting, Inc Specialty Risk Services

Tangoe, Inc.

**Triple-S Management Corporation** 

Vision Service Plan Wachovia Bank, N.A.

**Utility Providers** 

Accent Energy
American Electric Power Company

American Water Company Alabama Gas Corporation

Alabama Power

Alameda County Water District Albemarle County Service Authority Albuquerque Bernalillo County Water

Alderwood Water District Allegheny Power Alliant Energy/WP&L

Alltel

Altoona City Authority

Ameren CIPS
Ameren UE
Ameren CILCO
Ameren IP

American Water & Energy Savers American Water Service, Inc.

Anne Arundel County Water and Wastewater

Anniston Water Works, AL Arizona Public Service Aoua New Jersey

Aquarion Water Company of CT

Aquila, Inc. Arch Wireless

Arkansas Oklahoma Gas Corporation Arkansas Western Gas Company Artesian Water Company, Inc. Ashwaubenon Water & Sewer Utility

AT&T

AT&T (Ameritech)
AT&T (Bellsouth)
AT&T (Pacific Bell)
AT&T (SNET)
AT&T (Southwestern Bell)
AT&T Mobility

Athens Clarke County, GA Athens-Clarke County Stormwater Utility

Atlantic City Electric Atmos Energy

Augusta Utilities Department

Aurora Water

Austell Natural Gas System

Autoridad de Acueductos y Alcantarillado

Autoridad de Energia Electrica

Avaya

Avista Utilities Bangor Gas, ME

Bangor Hydro Electric Company

Bangor Water District

Bay State Gas Bell South

Bellevue City Treasurer, WA

Belmont County Sanitary Sewer District, OH

Bexar County WClD Baltimore Gas & Electric

Board of Public Utilities-Cheyenne, WY

Board of Water Supply/HI

Board of Water Works of Pueblo, CO Borough of Chambersburg, PA Braintree Electric Light Department Braintree Water & Sewer Dept Brazoria County MUD #6 Brick Township Municipal Utilities

Brighthouse Networks

Brownsville Public Utilities Board Brunswick-Glynn County, GA

Bucks County Water & Sewer Authority California Water Service-Bakersfield

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Canton Township Water Dept, MI Cape Fear Public Utility Authority

Cascade Natural Gas

Center Township Water & Sewer Authority

CenterPoint Energy Services Inc.

Central Georgia EMC

Central Hudson Gas & Electric Company

Central Maine Power

CenturyTel

Charleston Water System Charlotte County Utilities Charter Communications

Charter Township of Bloomfield, MI Charter Township of Meridian, MI Chartanooga Gas Company

Chesapeake Utilities

Chesterfield County Utilities Department

Cheyenne Light, Fuel & Power

Cincinnati Bell

Citizens Gas & Coke Utility Citrus Heights Water District City and County of Denver, CO

City of Abilene, TX City of Alcoa Utilities, TN City of Alexandria, LA City of Altamonte Springs, FL City of Amarillo, TX

City of Ammon, ID

City of Ann Arbor Treasurer, MI

City of Ardmore, OK City of Arlington, TX City of Asheville, NC

City of Atlanta, GA-Dept of Watershed Mg

City of Austin, TX
City of Avondale, AZ
City of Baltimore, MD
City of Batavia, IL
City of Beaumont, TX
City of Berwyn, IL

City of Bethlehem, PA City of Bloomington, IL City of Bloomington, MN City of Boca Raton, FL

City of Boulder, CO

City of Boynton Beach, FL/Utilities Dept

City of Bringhton Beach, TE/O
City of Brea, CA
City of Bridgeport, WV
City of Brighton, MI
City of Brookfield, WI
City of Buford, GA
City of Burbank, CA
City of Burbank, CA
City of Burnsville, MN
City of Calumet City, IL
City of Cape Coral, FL
City of Carmel, IN
City of Cedar Hill, TX
City of Cedar Park, TX
City of Chandler, AZ
City of Charlottesville, VA

City of Chicago, IL Dept. of Water City of Clearwater, FL City of Cocoa, FL City of Colonial Heights, VA City of Columbia, MO City of Columbia, SC City of Cotumbus, OH City of Concord, NC City of Concord, NH City of Concord, NH

City of Coral Springs, FL City of Corpus Christi, TX-Utility Busing

City of Countryside, IL City of Covina, CA City of Crystal Lake, IL City of Cuyahoga Falls, OH City of Dallas, TX

City of Dally City, CA City of Danbury, CT

City of Daphne, AL City of Daytona Beach, FL City of Dearborn, MI City of Decatur, IL

City of Decada, II.
City of Denton, TX
City of Dover, DE
City of Durham, NC
City of East Point, GA
City of Escondido, CA
City of Falls Church, VA
City of Fayetteville, AR

City of Florence, SC City of Folsom, CA

City of Fort Lauderdale, FL City of Fort Myers, FL/340 City of Fort Smith, AR City of Fredericksburg, VA City of Fresno, CA City of Frisco, TX

City of Frisco, TX
City of Fullerton, CA

City of Garland Utility Services

City of Gastonia, NC

City of Glendale, CA - Water & Power

City of Goodyear, AZ City of Grand Rapids, MI City of Grandville, MI City of Groveland, FL City of Groveland, FL City of Gulfport, MS City of Harrisonburg, VA City of Hattiesburg, MS

City of Hialeah, FL-Dept of Water & Sewer

City of Hickory, NC City of High Point, NC

City of Houston, TX - Water/Wastewater

City of Humble, TX

City of Huntington Beach, CA

City of Hurst, TX

City of Independence, MO City of Jacksonville, NC City of Joliet, IL City of Keene, NH

City of Keene, NH
City of Keizer, OR
City of Killeen, TX
City of Killeen, TX
City of La Habra, CA
City of Lafayette, 1N
City of Lake Charles, LA
City of Lake Worth, TX
City of Lakewood, CA
City of Lakewood, CO
City of Laredo, TX
City of League City, TX
City of Leominster, MA
City of Lewisville, TX

City of Lewisville, TX
City of Livermore, CA
City of Long Beach, CA
City of Longview, TX
City of Lufkin, TX
City of Lynnwood, WA
City of Madison Heights, MI
City of Mansfield, TX
City of Manteca, CA
City of Maple Grove, MN
City of Marion, IL
City of Martinsville, VA
City of McHenry, IL
City of McKinney, TX

City of Melbourne, FL City of Merced

City of Meriden Tax Collector, CT

Document Page 11 of 23
City of Sunnyvale, CA

City of Mesquite, TX City of Tallahassee, FL - Util Dept City of Midland, TX City of Midwest City, OK City of Tampa, FL City of Taunton, MA

City of Millville, NJ
City of Minnetonka, MN
City of Modesto, CA
City of Monrovia, CA
City of Monrovia, CA
City of Monrovia, CA
City of Monrovia, CA
City of Morgan Hill, CA
City of Murgan Hill, CA
City of Tukwala, WA
City of Tukwala, WA

City of Mesa, AZ

City of Tucson, AZ City of Muskegon, Ml City of Tukwila, WA City of Myrtle Beach, SC City of Tulsa, OK City of Naperville, IL City of Niles, OH City of Turlock, CA City of Tuscaloosa, AL City of Norman, OK City of North Canton, OH City of Tyler, TX City of Vero Beach, FL City of Norton Shores, MI City of Victorville, CA City of Norwalk, CA

City of Novi, MI
City of OFallon, IL
City of Oklahoma City, OK
City of Oklahoma City, OK
City of Waco, TX

City of Olympia, WA
City of Orange, CA
City of Orange, CA
City of Orem, UT
City of Oxnard, CA
City of West Jordan, UT
City of Oxnard, CA
City of West Palm Beach/Utilities

City of Pasadena, CA
City of Pasadena, TX
City of Pasadena, TX
City of West Paint Beach Offines
City of Pasadena, TX

City of Pembroke Pines, FL City of Wichita Water Department, KS

City of Pensacola, FL
City of Pensacola, FL
City of Peoria, AZ
City of Phoenix, AZ
City of Phoenix, AZ
City of Pittsburg, CA
City of Wilmington, NC
City of Winston-Salem, NC
City of Pittsburg, CA
City of Woodbury, MN

City of Plano, TX
City of Plana, AZ
City of Plantation, FL
City of Pontiac, MI
City of Pontiac, MI
City Utilities of Springfield, MO

City of Pontiac, MI City Utilities of Springfield, MO
City of Port Arthur, TX City Water & Light

City of Port Richey, FL
City of Portage, MI
City of Portage, MI
Clackamas River Water

City of Portland, OR Clarksville Department of Electricity
City of Portsmouth, NH Clarksville Gas & Water Department

City of Raleigh, NC Clearwater Enterprises, L.L.C.
City of Rancho Cucamonga, CA Cleco Power LLC

City of Rancho Cucamonga, CA
City of Redding, CA
City of Richland, WA
Cleveland Utilities
Coachella Valley Water District

City of Richmond, VA
Cobb County Water System
City of Rochester Hills, MI
College Station Utilities - TX
City of Rockford, IL
Colorado Springs Utilities
City of Rockwall, TX
Columbia Gas of Kentucky

City of Rockwalt, TX
Columbia Gas of Kentucky
City of Roseville, CA
City of Roseville, CA
Columbia Power & Water Systems

City of Roseville, MI Columbus City Utilities
City of Round Rock, TX Columbus Water Works

City of Salisbury, NC Com Ed
City of San Bernardino, CA - Water Comcast

City of San Diego, CA
City of San Luis Obispo, CA
City of Santa Barbara, CA
City of Santa Maria, CA
City of Santa Maria, CA
Connecticut Light & Power
Connecticut Light & Connecticut Ligh

City of Santa Monica, CA
City of Santa Rosa, CA-Water & Sewer
Connecticut Natural Gas Corporation
Connecticut Water Company

City of Savannah, GA
Connexus Energy
City of Sebring, FL
Consolidated Communications
City of Selma, TX
Consolidated Mutual Water

City of Sherman, TX
City of Shreveport, LA-D O W A S
Consolidated Waterworks District #1
Consumers Energy

City of Signal Hill, CA
City of Slidell, LA
City of Somerville, MA
City of Southaven, MS
CPS Energy
Contra Costa Water District
County of Henrico, VA
Cox Communications
CPS Energy

City of Southlake, TX
Cucamonga Valley Water District
City of St. Cloud, MN
Dakota Electric Association
City of St. Peters, MO
Davidson Telecom LLC
City of Steubenville, OH
Dayton Power & Light
City of Sugar Land, TX
Delmarva Power DE/MD/VA

City of Summerville, Armuchee Delta Charter Township, MI

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Denver Water

Deptford Township MUA, NJ

Direct Energy

Division of Water, City of Cleveland OH

Dixie Electric Cooperative Dominion East Ohio Dothan Utilities

Douglasville-Douglas County GA

DTE Energy

**Dublin San Ramon Services District** 

Duke Energy

Dupage County Public Works
Duquesne Light Company
East Bay Municipal Utility District
East Brunswick Water Utility
Eastern Municipal Water District
Easton Suburban Water Authority
Easylink Services Corporation
El Paso Electric Company
El Paso Water Utilities
El Toro Water District

Electric City Utilities/City of Anderson Electric Power Board-Chattanooga

Elizabethtown Gas
Elmira Water Board NY
Elyria Public Utilities
Embarq Communications
Emerald Coast Utilities Authority
Entergy Arkansas, Inc.
Entergy Gulf States LA, LLC
Equitable Gas Company
Eric County Water Authority
Evansville, IN Waterworks Dept

Everett Utilities Fairfax Water - VA Fairfield Municipal Utilities Fairpoint Communications

Fewtek Inc.

First Utility District of Knox County

Flint EMC, GA

Flint Township-Board of Public Works Florence Water & Sewer Commission

Florida City Gas

Florida Power & Light Company Florida Public Utilities Co, DeBary Floyd County Water Department Fontana Water Company Fort Collins Utilities Fort Worth Water Dept, TX Frederick County Division of Utilities

Frontier

Fruitland Mutual Water Company Gainesville Regional Utilities

Gas South

Geoff Patterson, Receiver of Taxes

Georgia Power

Golden State Water Company

Grand Chute Utilities

Grand Traverse County Dept of Pub Works

Granite Telecommunications Greater Augusta Utility District, ME Greater Cincinnati Water Works Green Bay Water Utility Green Mountain Power

Greene County - Department of Public Wor Greenville Utilities Commission, NC Greenville Water System, SC GreyStone Power Corporation

Gulf Power

Gwinnett Co. Water Resources

Hamilton Township

Hampton Roads Utility Billing Services Harker Heights Water Department, TX Harpeth Valley Utilities District Harrisonburg Electric Commission Hawaiian Electric Company, Inc.

Hawaiian Telecom Hayward Water System Hehx Water District

Hernando County Utilities, FL Hicksville Water District Highland Sewer & Water Authority Highland Utilities Dept, IN Highlands Ranch Metro Districts Hillsborough County Water Resource Ser.

Holland Board of Public Works Holland Charter Township, MI Holyoke Gas & Electric Department Holyoke Water Works, MA

Huntsville Utilities, AL Idaho Power

Imperial Irrigation District, CA Indian River County Utilities, FL Indianapolis Power & Light Indianapolis Water Company

Insight Intercall

Intermountain Gas Company

Intermountain Rural Electric Association

Irvine Ranch Water District

Jackson Electric Membership Corp, GA Jackson Energy Authority

Jackson Water Collection, MI Jacksonville Electric Authority

Jefferson County AL, Sewer Service Fund

Jefferson Parish, LA

Jersey Central Power & Light Johnson City Power Board Johnson City Utility System

Kansas City Power & Light Company

Kansas Gas Service

KCMO Water Services Department

Keynote Red Alert

Kissimmee Utility Authority Knoxville Utilities Board Kentucky Utilities Company Laclede Gas Company Lafayette Utilities Systems

Lake Apopka Natural Gas District, FL Lake County Dept of Public Works, IL

Lakehaven Utility District

Lakeland Electric/City of Lakeland,FL Lansing Board of Water & Light Lee County Electric Cooperative Lincoln Electric System Long Island American Water, NY Long Island Power Authority

Los Angeles County Dept. of Public Works

Los Angeles Dept of Water & Power

Loudoun Water

Louisville Water Company Lubbock Power Light & Water

Lycoming County Water & Sewer Authority

Macon Water Authority
Madison Gas and Electric - WI
Madison Suburban Utility District
Madison Water/Sewer/Storm Utilities, WI

Manchester Water Works Marin Municipal Water District Martin County Utilities McAllen Public Utilities -TX

MCI

Manatee County Utilities Cust Serv Medford Water Commission, OR Memphis Light, Gas & Water Division

Merced Irrigation District Merchantville - Pennsauken

Met-Ed Metro

Metro Technology, Inc. (AL)

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Metropolitan St. Louis Sewer District Miami-Dade Water and Sewer Dept. MidAmerican Energy Company Mid-Carolina Electric Cooperative Middle Tennessee Electric Membership

Milwaukee Water Works Mishawaka Utilities Mississippi Power Missouri Gas Energy

Metro Water Services TN

Mobile Area Water & Sewer System

Modesto Irrigation District Monroe County Water Authority Monte Vista Water District Montgomery Water Works Mount Laurel Municipal Utilities Mount Pleasant Waterworks, SC

Mountaincer Gas Nashville Electric Service

National Fuel National Grid

Nevada Power Company New Braunfels Utilities, TX New England Gas Company

New England Water Utility Services, Inc. New Hampshire Gas Corporation New Jersey Natural Gas Company New Mexico Utilities, Inc. Newport News Waterworks **Nextel Communications** Nicor Gas Transportation

Nicor Gas

Northern Indiana Public Service Company

North Attleborough Electric North Attleborough Public Works North Little Rock Electric North Shore Gas North State Communications

North Wales Water Authority

Northampton Borough Municipal Authority

Northern Utilities Natural Gas

Northern Virginia Electric Cooperative

NSTAR/ NW Natural NYC Water Board

New York State Electric & Gas O.C.W.S. Okaloosa County Ocala Electric Utility, FL Oceanic Time Warner Cable Onondaga County Water Authority Oklahoma Gas & Electric Service

Ohio Edison

Oklahoma Natural Gas Company Olivenhain Municipal Water District

Ontario Water Works Orange and Rockland Utilities Orange County Utilities Orlando Utilities Commission Orwell Natural Gas Company

Ozarks Electric Cooperative Corporation

Pacific Gas & Electric

Pacific Power-Rocky Mountain Power

Paducah Power System

Panama City Utilities Department, FL Parker Water & Sanitation District Paulding County Water, GA Pearl River Valley EPA

Peco Energy Company

Pedernales Electric Cooperative, Inc.

Penelec

Pennichuck Water Works, Inc.

Peoples Gas

PEPCO (Potomac Electric Power Company)

Philadelphia Gas Works

Piedmont Natural Gas-Nashville Gas

Plaza Mill Limited

PNM Electric & Gas Services Portland General Electric Portland Water District - ME

PPL Utilities

Prattville Water Works Board Progress Energy Carolinas, Inc.

Providence Water

Public Service Electric & Gas Company PSNC Energy (Public Service Company of NC)

Public Service of New Hampshire

Public Works Commission, City of Fayetteville

Puerto Rico Telephone Puget Sound Energy

Prince William County Services

Questar Gas Qwest

Racine Water & Wastewater Utilities, WI

Rancho California Water District Regional Water Authority, CT

Research In Motion Rochester Gas & Electric Ritter Communications Riverdale City Corporation Riverside Public Utilities, CA Roanoke Gas Company Rocky Mount Public Utilities Sacramento County Utilities Sacramento Municipal Utility District

Saddleback Communications Saint Paul Regional Water Services Salt Lake City Corporation San Angelo Water Utilities

San Antonio Water System San Diego Gas & Electric San Jose Water Company Santa Buckley Energy Santa Cruz Municipal Utilities

Santa Margarita Water District-SMWD

Santee Cooper

Sarasota County Environmental Services

Sawnee EMC

South Carolina Electric & Gas

Sebring Gas System Inc.

Second Taxing District Water Department

Semco Energy Gas Company Sempra Energy Solutions SFPUC-Water Department, CA Shelby Township Dept of Public Works Sierra Pacific Power Company-NV Silverdale Water District # 16

Simplenet Skytel

Southern Maryland Electric Cooperative

Snapping Shoals EMC Snohomish County PUD South Bend Water Works South Central Power CO, OH South Jersey Gas Company

South Louisiana Electric Cooperative

Southern California Edison Southern California Gas Southwest Gas Corporation Southwestern VA Gas Company Spartanburg Water System Spectrum Utilities Solutions Spokane County Utilities Spokane County Water Dist #3

Spring Hill Water Works, TN Springfield Utility Board

Springfield Water & Sewer Commission

Sprint

Salt River Project

St. Lucie West Services District

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Suburban East Salem Water District

Suburban Natural Gas

Suddenlink

Suez Energy Resources NA

Suffolk County Water Authority - NY Summit Township Water Authority Sumter Electric Cooperative, Inc., FL

Surewest

Sweetwater Authority

T Mobile

Tacoma Public Utilities

Taunton Municipal Lighting Plant

TDS Telecom

Tampa Electric Company

Terrebonne Parish Consolidated Govt.

Texas Gas Service The Illuminating Company

The Metropolitan District CT The Torrington Water Company

Thoroughbred Village Toledo Edison

Tombigbee Electric Power Assoc-Tupelo

Town of Apex, NC

Town of Aurelius - Water & Sewer, NY

Town of Burlington, MA Town of Cary, NC Town of Collierville, TN Town of Cortlandt, NY

Town of Danvers, MA-Electric Division

Town of Dartmouth, MA Town of Foxborough, MA Town of Gilbert, AZ

Town of Hanover, MA-Tax Collector

Town of Manchester, CT Town of Natick, MA Town of Plymouth, MA

Town of Queen Creek Water, AZ

Town of Salem, NH Town of Schererville, IN Town of Vestal, NY - Utility Fund

Town of Victor, NY Town of Wallkill, NY Township of Freehold, NJ Township of Livingston, NJ Township of Roxbury, NJ Township of Wayne, NJ

Tri-County Electric Cooperative/TX

Trinsic Spectrum Business

Truckee Meadows Water Authority, NV Trumbull County Water & Sewer Dept.

Trussville Utilities Board, AL

**Tucows Com** 

Tucson Electric Power Company Tupelo Water & Light Dept Turlock Irrigation District

TXU Energy Tylex Inc./TX

UGI Energy Services, Inc. UGI Penn Natural Gas United Illuminating Company

United Power

United Water Idaho

United Water New Jersey/Harrington Park

United Water Pennsylvania Unitil Concord Electric Company

**USA Mobility** 

**UTE Water Conservancy District** Utilities Inc. of Louisiana Utility Billing Services-AR

Utility Payment Processing, Baton Rouge

Valencia Water Company, CA

VCCDD Utility

Vectren Energy Delivery

Verizon (BA)

Verizon (GTE) Verizon Online

Verizon Wireless

Vermont Gas Systems, Inc. Village of Algonquin, IL Village of Arlington Heights, Il. Village of Bedford Park, Il.

Village of Bloomingdale, H. Village of Downers Grove, IL

Village of Elmwood Park, IL Village of Gurnee, 1L

Village of Matteson, IL Village of Niles, IL

Village of Norridge, IL

Village of Nyack Water Dept., NY Village of Schaumburg, IL Village of Wellington, FL Virginia Natural Gas Vista Irrigation District Walnut Valley Water District

Walton EMC PO Box 1347/260

Warrington Township Water & Sewer Dept.

Washington Gas

Washington Suburban Sanitary Commission

Water Gas & Light Commission Water Revenue Bureau, PA

WaterOne

Wisconsin Electric Wisconsin Gas

West View Water Authority

Westar Energy/KPL

Western Allegheny County MUA Western Massachusetts Electric Westminster Finance - CO

Wilkinsburg-Penn Joint Water Authority

Williston Water Department

Willmut Gas Company

Windstream

Wisconsin Public Service Corporation Withlacoochee River Electric Cooperative

Wright-Hennepin Coop Electric

Xcel Energy: Southwestern Public Service

Yankee Gas Services

Youngstown Water Dept., OH

### Real Property Lessors

1030 W. North Avenue Bldg., LLC

120 Orchard LLC

1251 Fourth Street Investors, LLC

13630 Victory Boulevard LLC

1890 Ranch, Ltd

1965 Retail LLC

19th Street Investors, Inc.

36 Monmouth Plaza LLC

3725 Airport Boulevard, LP

380 Towne Crossing, LP

4 Newbury Danvers LLC

44 North Properties, LLC

444 Connecticut Avenue LLC

502-12 86th Street, LLC 5035 Associates, LP

601 Plaza, LLC

610 & San Felipe, Inc.

680 S. Lemon Avenue Company LLC

700 Jefferson Road Ii, LLC

ADD Holdings, LP

AAC Cross County Leasehold Owner, LLC

Abercorn Common, LLP Abrams Willowbrook Three LP Acadia Realty Limited Partnership

Accent Homes, Inc.

ACPG Management, LLC Advance Real Estate Management, LLC

Agree Limited Partnership AIG Baker Deptford, LLC

## Case 08-35653-KRH Doc 1681 Filed 01/20/09 Entered 01/20/09 15:02:52 Desc Main

Page 15 of 23 Document Boulevard North Associates, LP AIG Baker Hoover, LLC Alameda Associates Boyer Lake Pointe, Lc **BPP-Connecticutt LLC** Alexander's Of Rego Park Center, Inc. **BPP-Muncy LLC** Alexandria Main Mall LLC BPP-Ny LLC Alliance - Rocky Mount, LLC BPP-Oh LLC Almaden Plaza Shopping Center, Inc. BPP-Redding LLC Almeda-Rowlett Retail LP Almonesson Associates, LP BPP-Sc LLC BPP-Va. LLC Altamonte Springs Real Estate Associates, LLC Amargosa Palmdale Investments, LLC BPP-Wb, LLC AMB Property, LP Brandywine Grande C, LP Amcap Arborland LLC Bre, Louis Joliet, LLC Amcap Northpoint LLC Briantree Property Association LP American National Bank & Trust Company Of Brick 70 LLC Brighton Commercial LLC Chicago American National Insurance Company Broadacre South LLC Amherst Industries, Inc. Broadstone Crossing LLC AMLI Land Development- I, LP BT Bloomington LLC Ammon Properties LLC Burbank Mall Associates LLC AM REIT Texas Real Estate Investment Trust **Burnham Pacific Properties** By-Pass Development Company LLC AR Investments, LP CC. Hamburg NY Partners, LLC Arboretum of South Barrington LLC Ardmore Development Authority CJM. Management Company CA New Plan Asset Partnership IV, LLP Argyle Forest Retail 1, LLC Cafaro Governors Square Partnership Arho LP Arrowhead Net Lease, LP Camelback Center Properties Arundel Mills Marketplace LP Cameron Group Associates LLP Campbell Properties LP Atlantic Center Fort Greene Associates LP Avenue Forsyth LLC Cap Brunswick LLC Avr Cpc Associates, LLC Caparra Center Associates, S.E. Capital Centre LLC Awe-Ocala, Ltd. Bainbridge Shopping Center II LLC Cardinal Capital Partners Cardinal Court, LLC Baker Natick Promenade LLLC Barberio, Janet Carlyle-Cypress Tuscaloosa I, LLC Carousel Center Company, LP Bard, Ervin & Suzanne Barnes and Powers North LLC Carriage Crossing Market Place, LLC Carrollton Arms Basile LLC Basser - Kaufman 222, LLC Catellus Development Corporation Basser-Kaufman Inc. Catellus Operating LP CBC - Wilbur Properties Battlefield Fe LP BBD Rosedale, LLC CBL Terrace Limited Partnership CC - Investors 1995-6 BC Portland Partners, Inc. CC - Investors 1996-1 Bear Valley Road Partners LLC & M Lantz LLC CC - Investors 1996-12 Beatson, William P. Jr. CC - Investors 1996-17 Becker Investment Company CC - Investors 1996-3 Becker Trust, LLC CC Brandywine Investors 1998 LLC Bedford Park Properties, LLC CC Colonial Trust Bel Air Square LLC Bella Terra Associates LLC CC Countryside 98 LLC CC East Lansing 98 LLC Benderson Development Company Benderson Properties Inc. CC Frederick 98 LLC Benenson Columbus - OH Trust CC Ft. Smith Investors 1998 LLC Berkshire West CC Grand Junction Investors 1998 LLC Berkshire-Amherst, LLC CC Green Bay 98 LLC CC Harper Woods 98 LLC Berkshire-Hyannis, LLC CC Independence LLC BFLO-Waterford Associates, LLC CC Indianapolis 98 LLC BFW/Pike Associates, LLC CC Indianapolis LLC BG Walker, LLC CC Investors 1995-1 **BK** Properties LP CC Investors 1995-2 Blank Aschkenasy Properties LLC CC Investors 1995-3 Building Retail 2007 LLC & Netarc LLC CC Investors 1995-5 BI-NTY I, LLC CC Investors 1996-10 Boise Towne Plaza LLC Bond CC. V Delaware Business Trust CC Investors 1996-14 CC Investors 1996-6 Bond CC II Delaware Business Trust Bond CC III Delaware Business Trust CC Investors 1996-7 CC Investors 1997-10 Bond CC IV Delaware Business Trust Bond-Circuit II Delaware Business Trust CC Investors 1997-12 Bond-Circuit IV Delaware Business Trust CC Investors 1997-2 Bond-Circuit IX Delaware Business Trust CC Investors 1997-3 Bond-Circuit V Delaware Business Trust CC Investors 1997-CC Jackson 98 LLC Bond-Circuit VIII Delaware Business Trust

CC Kingsport 98 LLC CC La Quinta LLC

CC Lafayette LLC

**Boulevard Associates** 

Bond-Circuit X Delaware Business Trust

Bond-Circuit XI Delaware Business Trust

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CC Madison LLC CC Merrillville Trust CC PhiladeLPhia 98 LLC CC Ridgeland 98 LLC CC Roseville, LLC CC Springs LLC CC Wichita Falls 98 Trust CCC Realty, LLC CCDC Marion Portfolio LP CCI Louisiana Trust CCI Trust 1994-I CC-Virginia Beach LLC CDB Falcon Sunland Plaza LP Cedar Development, Ltd Centennial Holdings LLC Central Investments, LLC Central Park 1226, LLC

Central Park Property Owners Association

Centro Bradley Spe 7 LLC
Centro Heritage County Line LLC
Centro Heritage Innes Street LLC
Centro Heritage UC Greenville LLC

Centro Properties Group

Centro Watt

Century Plaza Development Corporation

Cermak Plaza Associates LLC
CFH Realty III/Sunset Valley LP
Chalek Company LLC
Chambersburg Crossing LP
Chandler Gateway Partners LLC
Chapel Hills - West LLC
Chapman And Main Center
Charbonnet Family Ltd et. al
Charlotte (Archdale) UY LLC
Chehalis Hawaii Partners LLC
Chico Crossroads LP

Chino South Retail PG LLC CHK LLC

Cim/Birch St., Inc. Circuit Distribution - Illinois

Circuit Il Corporation Circuit Investors - Fairfield, LP

Circuit Investors - Fairfield, LP Circuit Investors - Vernon Hills, LP Circuit Investors - Yorktown, LP Circuit Investors #2 Ltd Circuit Investors #3 LP

Circuit Investors #4 - Thousand Oaks LP Circuit Oklahoma Property Investor Circuit Pennslyvania Corporation

Circuit Sports LP

Circuit Tax Property Investors LP

Circuitville LLC Citrus Park CC LLC City View Center LLC

CK Richmond Business Services #2, LLC

Clairemont Square Clay Terrace Partners LLC Cleveland Towne Center LLC Coastal Way LLC

Coastal Way LLC
Cobb Corners II LP
Cofal Partners LP
Cohab Realty LLC

Coldwater Development LLC
Cole CC Aurora Co, LLC
Cole CC Groveland FI, LLC
Cole CC Kennesaw Ga, LLC
Cole CC Mesquite Tx, LLC
Cole CC Taunton Ma, LLC
Colonial Heights Holding, LLC
Colonial Heights Land Association
Colonial Square Associates LLC

Colonnade LLC

Colony Place Plaz, LLC

Columbia Plaza Shopping Center Venture

Community Centers One LLC

Compton Commercial Redevelopment Company

Concar Enterprises Inc. Concord Mills LP

Condan Enterprises LLC

Congressional North Associates LP

Continental 45 Fund LL.C. Continental 64 Fund LL.C. Cortlandt B. LL.C. Cosmo-Eastgate, Ltd. Cottonwood Phase V LL.C.

Coventry II DDR Buena Park Place LP Coventry II DDR Merriam Village LLC Covington Lansing Acquisition LLC

CP Venture Two LLC

Craig-Clarksville Tennessee LLC

Crosspointe 08 A LLC

Crossways Financial Associates LLC

Crown CC 1 LLC

CT Retail Properties Finance V LLC

Cypress/Spanish Fort I LP Daly City Partners I LP

Daniel G. Kamin Baton Rouge LLC
Daniel G. Kamin Burlington LLC
Daniel G. Kamin Elmwood Park LLC
Daniel G. Kamin Flint, LLC
Daniel G. Kamin Mcallen LLC

Daniel G Kamin and Howard Kadish, LLC

Daniel G Kamin and Howard Kadis
Dartmouth Marketplace Associates
Dayton Hudson Corporation
DDR Southeast Loisdale LLC
DDR Crossroads Center LLC
DDR Family Centers LP
DDR Highland Grove LLC
DDR Homestead LLC
DDR Horseheads LLC

DDR Homestead LLC
DDR Horseheads LLC
DDR Mdt Asheville River Hills
DDR Mdt Fairfax Towne Center LLC
DDR Mdt Grandville Marketplace LLC
DDR Mdt Monaca Township Marketplace LLC

DDR Mdt Union Consumer Square, LLC DDR Miami Ave LLC

DDR Norte LLC, S.E.
DDR Southeast Cary LLC
DDR Southeast Cortez, LLC
DDR Southeast Culver City District
DDR Southeast Dothan Outparcel, LLC
DDR Southeast Highlands Ranch LLC
DDR Southeast Olympia District
DDR Southeast Rome LLC
DDR Southeast Snellville LLC

DDR Southeast Union LLC
DDR Southeast Vero Beach LLC
DDR 1st Carolina Crossings South LLC
DDRA Arrowhead Crossing LLC
DDRM Hilltop Plaza LP
DDRM Skyview Plaza LLC
DDR-Sau Greenville Point LLC
DDR-Sau Wendover Phase II, LLC

DDRTC CC Plaza LLC

DDRTC Columbiana Station I LLC
DDRTC Creeks at Virginia Center LLC
DDRTC McFarland Plaza LLC
DDRTC Newman Pavilion LLC
DDRTC Southlake Pavilion LLC
DDRTC Sycamore Commons LLC

DDRTC T&C LLC

DDRTC Walks at Highwood Preserve I LLC

Decatur Plaza I, LLC

Deerbrook Anchor Acquisition LLC

Dematteo Management Inc.

Dentici Family Limited Partnership

Derito Pavilions 140 LLC

Desert Home Communities of Oklahoma, LLC

DEV LP

Diamond Square LLC

Dicker/Warmington Properties

Dikeou, Deno P. Dim Vastgoed, N.V. DJD Partners LP DMC Properties, Inc.

Dollinger Lost Hills Associates Donahue Schriber Realty Group LP Dowel Conshohocken LLC Dowel-Allentown, LLC

Doyle Winchester Properties, LLC Drexel Delaware Trust Drury Land Development Inc.

Durham Westgate Plaza Investors LLC.

E&A Northeast LP

Eagleridge Associates (Pueblo) LLC

East Gate Center V

Eastchase Market Center LLC Eastland Shopping Center LLC Eastridge Shopping Center LLC

EEL Mckee LLC EKLEC Co. Newco LLC ELPF Slidell, LLC

Emporium on LBJ Owners Association

Encinitas PFA, LLC
Enid Two, LLC
ERP of Midway, LLC
Estate of Joseph Y. Einbinder
Evansville Developers LLC, G.B.

Evergreen Mcdowell And Pebble Creek LLC

Excel Realty Partners LP

Excel Westminster Marketplace, Inc.

F.R.O., LLC Ix Faber Bros., Inc Fairfax Court LP

Fairview Heights Investors LLC Fairway Centre Associate, LP Faram Muskegon LLC Farmingdale-Grocery LLC Fayetteville Developers LLC FC Janes Park LLC

FC Richmond Associates LP FC Treeco Columbia Park, LLC FC Wodbridge Crossing, LLC Federal Realty Investment Trust

Feil Organization, The FGP Company

Fingerlakes Crossing LLC Firecreek Crossing o Reno LLC First Berkshire Properties LLC

FJL MVP LLC
Flintlock Northridge LLC
F&M Properties
Fogg-Snowville LLC
Foothill Business Association
Foothill Pacific Towne Center
Forecast Danbury LP

Forest City Commercial Group LLC Forest City Ratner Company

Fourels Investment Company Fr/Cal Gouldsboro Property Holding LP

Friedland, Lawrence And Melvin FW CA Brea Marketplace LLC G&S Livingston Realty Inc.

Gainesville Outdoor Advertising Inc. Galileo Apollo II Sub, LLC

Galileo CMBS T2 NC LP
Galileo Freshwater/Stateline LLC

Galileo Northeast LLC Galleria Partnership Galleria Plaza Ltd. Garden City Center

Gateway Center Properties III, LLC

Gateway Company LLC
Gateway Woodside Inc.
GC Acquisition Corporation

Geenen Dekock Properties LLC Generation H One and Two LP GGP Mall of Louisiana LP GGP-Steeplegate Inc. Gladwyne Investors, LP

Glenmoor LP

GMS Golden Valley Ranch LLC

Goldsmith, Barbara L.
Goodmill L.LC
Gould Livermore L.LC
Grand Hunt Center Oea
Gravois Bluffs III L.LC
GRE Grove Street One L.LC
GRE Vista Ridge LP

Greater Orlando Aviation Authority Greece Ridge LLC Greeley Shopping Center LLC

Green 521 5th Avenue LLC Green Acres Mall LLC Greenback Associates Greenwood Point LP

GRI-EQY (Sparkleberry Square) LLC

GS Erie LLC

GS II Brook Highland LLC Gunning Investments, LLC

Hallaian Brothers Hamilton Chase Santa Maria LLC Hamilton Crossing I LLC

Hampden Commons Condominium Association

Hannon Ranches Ltd Hanson Industries Inc. Harold and Lucille Chaffee Trust Hart Kings Crossing LLC Hartman 1995 Ohio Property Trust

Harvest/NPE LP Hayden Meadows JV Hayward 880, LLC

Heritage Property Investment LP Heritage-Lakes Crossing LLC Hickory Hollow Development Inc. Hickory Ridge Pavilion LLC

Highlands Ranch Community Association

HIP Stephanie, LLC

HK New Plan Covered Sun LLC

HK New Plan EPR Property Holdings LL.C. HK New Plan Exchange Property Owner II LP

HKK Investments

Hollingsworth Capital Partners - Intermodal, LLC

Holyoke Crossing LP II
Home Depot USA Inc.
Hoprock Limonite LLC
Howland Commons Partnership
HRI/Lutherville Station LLC
Hudson Realty Trust
Huntington Mall Company
HV Covington LLC
HWR Kennesaw LLC
LIM/Purker Will Associates LD

I-10/Bunker Hill Associates, LP

I-93 Somerville LLC

Iannucci Development Corporation Immobilien Verwaltung GMBII

Indian River Mall

Inland American Chesapeake Crossroads LLC
Inland American Oklahoma City Penn, LLC
Inland American Retail Management

Inland Commercial Property Management Inc.

Inland Us Management LLC

Inland Western Austin Southpark Meadows II LP Inland Western Cedar Hill Pleasant Run LP Inland Western College Station Gateway II, LP Inland Western Columbus Clifty LLC Inland Western Houma Magnolia LLC Inland Western Lake Worth Towne Crossing Inland Western Lewisville Lakepointe LP

Inland Western McDowell LLC

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Inland Western Oswego Gerry Centennial LLC Inland Western Richmond Mayland LLC Inland Western San Antonio Hq LP Inland Western Southlake Corners LP Inland Western Sugar Land Colony LP Inland Western Temecula Commons LLC Inland Western West Mifflin Century III District Intergrated Real Estate Services LLC

International Speedway Square Ltd Interstate Augusta Properties LLC Investors Brokerage Inc. Irish Hills Plaza West II LLC Irvine Company LLC Irving Harlem Venture LP J&F Enterprises

Jaffe of Weston II Inc. Janaf Crossings, LLC

Jantzen Dynamic Corporation Jefferson Mall Company II LLC

JKCG LLC

Johnson City Crossing (Delaware)LLC

Johnstown Zamias LP Jubilee-Springdale LLC Jurupa Bolingbrook LLC JWC/Loftus LLC K&G/Dearborn LLC. Kamin Realty Co.

Karns Real Estate Holdings II, LLC

Katy Mills Mall LP KB Columbus I-CC KC Benjamin Realty LLC K E - Athens LLC Kendall-77 Ltd. Kentucky Oaks Mall

K-Gam Broadway Craycroft LLC Kimco Acadiana 670 Inc.

Kimco Arbor Lakes S.C., LLC Kimco Pk LC Kimco Realty Corporation

KIR Amarillo LP KIR Arboretum Crossing LP KIR Augusta I 044 LLC KIR Piers 716 LLC Kite Coral Springs LLC Knoxville Levcal LLC KNP Investments Kobra Properties

Kolo Enterprises Kramont Vestal Management LLC KRG Market Street Village LP

Kroustalis Investment

Krupp Equity Limited Partnership

KSK Scottsdale Mall LP

L. Mason Capitani Propety & Asset Mgmt. Inc

La Cienega-Sawyer Ltd. La Frontera Village LP La Habra Imperial LLC Landing at Arbor Place LP, The Landings Management Association

Landman, Deborah, Eli Landman, Zoltan Schwartz &

Anna Schwartz Laredo/MDN II LP Larry J. Rietz, MP, LLC

Las Vegas Land and Development Company LLC LB Commercial Mortgage Trust Series 1998 C1

LC White Plains Retail LLC

Lea Company

League City Towne Center Ltd Leben, Robert L. & Mary C. Lester Development Corporation Lexington Corporate Properties Inc. Lexington Lion Weston I LP Lincoln Plaza Associates LP Lincoln US Properties LP Linden Business Center Association Little Britain Holding, LLC

Loop West LLC

Louis Joliet Shoppingtown I.P.

Lucknow Associates Lufkin Gkd Partner, LP M & M Berman Enterprises MIA Brookhaven LLC Macerich Lakewood LLC

Macerich Vintage Fair LP Macy's Central Madison Waldorf LLC Magna Trust Company Main Street At Exton LP Mall at Gurnee Mills LLC Mall at Valle Vista LLC Mall of Georgia LLC Mallview Plaza Company Ltd. Manco Abbott OEA Inc.

Mansfield Seq 287 and Debbie Ltd.

Manteca Stadium Park LP

Marco Portland General Partnership

Market Heights Ltd Marlton VF, LLC Mass One LLC

Mayfair - MDCC Business Trust MB Fabyan Randall Plaza Batavia LLC

MB Keene Monadnock LLC McAlister Square Partners Ltd MD-GSI Associate, LLC MDS Realty II, LLC Meacham Business Center LLC Meadowbrook Village LP Melbourne-JCP Associates Ltd.

Melville Walton Hone, Trustee Of Hone Family

Memorial Square 1031 LLC Meridian Village LLC Metro Center LLC Meyerland Plaza (De) LLC MHW Warner Robins LLC Mibarev Development I LLC

Mid US LLC

Mid-America Asset Management Milford Crossing Investors LLC Millman 2000 Charitable Trust Millstein Industries LLC MK Kona Commons LLC

Mobile KPT LLC Monrovia Marketplace LLC Montclair Plaza LLC Monte Vista Crossings, LLC Montevideo Investments, LLC Montgomery Towne Center Station, Inc.

Morgan Hill Retail Venture LP Morris Bethlehem Associates LP Morrison Crossing Shopping Center

Mount Berry Square LLC Mr Keene Mill 1 LLC Msf Eastgate-I LLC

Myrtle Beach Farms Company Inc.

Nap Northpoint LLC National Retail Properties, LP Nazario Family Partnership Necrossgates Commons Newco, LLC Nevada Investment Holdings, Inc. New Plan Excel Realty Trust

New Plan of Memphis Commons, LLC

New River Properties NMC Stratford LLC

North Attleboro Marketplace II LLC

North Hill Centre, LLC North Plainfield VF LLC Northcliff Residual Parcel 4 LLC Northern Trust Bank of California

Northwoods LP

Novogroder/Abilene LLC

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NP Huntsville LLC

NP 1&G Convers Crossroads LLC

NP/SSP Baybrook LLC NPP Development LLC

Oak Hollow Mall

Oates, Marvin L. OLP 6609 Grand LLC

OLP CC Ferguson LLC OLP CC Florence LLC OLP CC Antioch LLC

OLP CC Fairview Heights LLC

OLP CC St.Louis LLC One Liberty Properties Orangefair Marketplace LLC

Orion Alliance Group LLC Orland Town Center Shopping Center

OTR

PL Mesa Pavilions LLC P/A Acadia Pelham Manor LLC PA 73 South Association Pace-Brentwood Partners LLC Pacific Carmel Mountain Holdings LP Pacific Castle Groves LLC Pacific Harbor Equities LLC Pacific/Youngman-Woodland Hills Paige Exchange Corporation

Palm Springs Mile Associates Ltd. Palmetto Investors LLC Pan Am Equities Inc.

Panattoni Development Company LLC

Pappas Gateway LP Paragon Affiliates

Parkdale Mall Associates LP Parkdale Village LP Parker Bullseye LLC Parker Central Plaza, Ltd. Parks at Arlington LP Parkside Realty Associates, LP Parkway Centre East LLC

Parkway Plaza LLC Parkway Terrace Properties Inc.

Paskin, Marc

Peikar Muskegon LLC

Plantation Point Development LLC Plaza at Jordan Landing LLC Plaza Las Americas, Inc Plaza Las Palma, LLC Plazamill LLP

Plymouth Marketplace Condominium Assoc., Inc.

Point West Investors II Polaris Circuit City LLC Pond Road Associates Port Arthur Holdings III Ltd.

Potomac Festival II Potomac Run LLC PR Beaver Valley LP Prattcenter LLC Prest Services LLC PRGL Paxton LP

Prince George's Station Retail LLC

Principal Real Estate Holding Company LLC

Priscilla J. Rietz LLC Promventure LP

Property Management Support Inc. Provo Group, The

PRU Desert Crossing V LLC

Prudential Insurance Company Of America

Puente Hills Mall LLC Ramco West Oaks I LLC Ramco-Gershenson Properties LP Rancon Realty Fund IV Subsidiary LLC

Ray Mucci's Inc.

Raymond and Main Retail LLC

**RB-3** Associates

RD Bloomfield Associates LP

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Realty Income Corporation Rebs Muskegon LLC Red Mountain Retail Group

Red Rose Commons Condominium Association

Redtree Properties LP Regency Centers LP Regency Petaluma LLC Reiff & Givertz Texas Prop LLC Remount Road Associates LP Richland Town Centre LLC Ricmac Equities Corporation

Rio Associates LP Robinson, Donald

RREEF America REIT II Corporation VVV

RVIP Valley Central LP Shelby Town Center I LLC Shelbyville Road Plaza LLC Sherwood Properties LLC Shoppes At River Crossing, LLC Shoppes Of Beavercreek LLC Short Pump Town Center LLC Sierra Lakes Marketplace LLC Sierra North Associates LP Sigmund Sommer Properties Signal Hill Gateway LLC

Signco Inc. Silverdale K-Four

Silverstein, Raymond - Trustee Simon Debartolo Group LP Simon Property Group

Simon Property Group Texas LP Simvest Real Estate II LLC Sinay Family LLC And Trust Sir Barton Place, LLC

Site A LLC

SJ Collins Enterprises LLC Goodman Enterprises, LLC SM Newco Hattiesburg LLC Somerville Saginaw LF Sonnet Investments LLC South Padre Drive LP South Shields #1 Ltd. Southhaven Center II LLC Southland Acquisitions LLC Southland Center Investors LLC

Southland Investors LP Southroads LLC

Southwestern Albuquerque LP

Southwind Ltd.

Sparks Galleria Investors LLC

SPG Arbor Walk LP

SPG Independence Center LLC

SPG Tennessee LP

Spitzer Family Investments LLC Spring Hill Development Partners GP

St. Indian Ridge LLC St. Louis Mills LP St. Cloud Associates

St. Tammany Oaks Subdivision Association LLC

Stapleton North Town LLC Star Universal LLC Station Landing, LLC

Stop & Shop Supermarket Company LLC

Stor-All New Orleans LLC Suemar Realty Inc. Sullivan Crosby Trust

Sunrise Plantation Properties LLC Swanblossom Investments LP

Swedesford Shopping Center Acquisition LLC

Sweetwater Associates LP SWQ 35/Forum Ltd. T And T Enterprises LP Taft Corners Associates Inc. Tam Stockton LLC

Tamarack Village Shopping Center LP

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Tanglewood Park LLC Tanurb Burnsville LP Target Corporation

Taubman Auburn Hills Associates LP

Taunton Depot LLC

Taylor Retail Center

Teachers Insurance & Annuity Assoc.Of Amer.

Team Retail Westbank Ltd Ten Pryor Street Building Ltd.

Teplis, Nathan; Dr. Paul Teplis; Mrs. Belle Teplis; &

Frank

Terra Enterprises

Terranomics Crossroads Associates The Cafaro Northwest Partnership The City Of Portfolio TIC LLC

The Marketplace Of Rochester Hills Parcel B LLC

The Macerich Company

The Shoppes At Schererville LLC

The Shops At Kildeer

The Village At Rivergate LP

THF Chesterfield Two Development LLC

THF Clarksburg Development One THF Harrisonburg Crossings LLC THF Onc Development LLC

THF St. Clairsville Parcel C.C. Development LLC

Thoroughbred Village GP TIS Equities IX LLC TKG Coffee Tree LP

TMW Weltfonds Rolling Acres Plaza

Torrance Towne Center Associates LLC

Torrington Triplets LLC Tourbillon Corporation Tower Center Associates Town Square Plaza Towson VF LLC

Traverse Square Company Ltd. TRC Associates LLC

Triangle Equities Junction LLC

Trout, Jerome B. Jr. Trout, Segall

Trumbull Shopping Center #2 LLC Trustees Of Salem Rockingham LLC

TSA Stores, Inc.

TUE 30 Company LLC Tumberty L. Business Center Turtle Creek Partne + LC Tutwiler Properties Ltc.

Twin Ponds Development L. 7

Tysons 3 LLC

Tysons Corner Holdings LLC U.K. - American Properties Inc. U.S. 41 & I-285 Company Uncommon Ltd.

Urbancal Oakland II LLC

UTC LLLC

Valencia Marketplace I LLC

Valley Corners Shopping Center LLC Valley View S.C. LLC

Van Ness Post Center LLC Ventura In Manhattan Inc. Vestar Arizona XXXI LLC Vestar QCM LLC Village Square 1 L.P.

Village Walk Retail LP

Viwy IP

VNO Mundy Street LLC VNO Tru Dale Mabry LLC

Vornado Caguas LP Vornado Finance LLC

Vornado Gun Hill Road LLC Vomado Realty Trust

W&D - Imperial No. 1/Norwalk

W&S Associates LP W/S Stratford LLC Waco Investment Group Wal-Mart Stores East LP

Walton Hanover Investors V LLC

Walton Whitney Investors V LLC

Washington Green TIC

Washington Place Associates LP

Washington Re Investment Trust

Water Tower Square LP Watercress Associates LP

Watkins Houston Investments LP

Wayside Commons Investors LLC

WCC Properties LLC WEA Gateway I.LC

Weberstown Mall LLC

WEC 96D Appleton-1 Investment Trust

WEC 96D Niles Investment

WEC 96D Springfield-1 Investment Trust WEC 97G-Syracuse Investment Trust

WEC 99-3 LLC WEC 99A-2 LLC WEC 99A-1 LLC

Weingarten Miller Sheridan LLC

Weingarten Nostat Inc. Weingarten Realty Investors Welsh Companies Inc. Wendover South Associates LP West Campus Square LP

West Oaks Mall LP Westfork Owners Association Westgate Village LLC

Westlake Limited Partnership

Wheaton Plaza Regional Shopping Center Whitestone Development Partners A LP

Whitestone REIT

Wilmington Trust Company Windsail Properties LLC WMI/MPI Business Trust Woodland Trustees Inc. Woodlands Corporation, The Woodmont Sherman LP

Worldwide Property Management Inc.

WRI Overton Plaza LP

WRI Camp Creek Marketplace fi, LLC WRI Lakeside Marketplace LLC WR1 Seminole Marketplace LLC WXIII/PWN Real Estate LP

### Sublessees

\$1.00 Stuff Inc.

ademy Alliance LLC

Adam Sudoor Advertising

Advance A. Ports

American Outdox Advertising Arc International Co., station Autozone Northeast Inc. Baby Superstore, Inc. Blockbuster Inc. Books A Million

Borders Inc.

Carmax Business Services LLC

Casto

CEC Entertainment, Inc. Chapman & Main

Charlie Brown's Steakhouse

Children's Discovery Centers of America

Circuit Sports LP

Consolidated Stores Corporation Dan's Big & Tall Shop Inc. Designs CMAL Retail Store Inc. DHL Global Business Services Dick's Sporting Goods Inc. Dollar General Corporation Dollar Tree Stores Inc. Don Sherwood Golf Inc. Edwin Watts Golf Shop **Empire Education Group** 

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Entertainmart-Preston Rd LLC Eyecare Discount Optical Inc. Eynon Furniture Outlet Inc. Fabri-Centers of America Inc.

Food Lion LLC Forecast Danbury LP GE Transportation Systems

Golf Galaxy

Golfsmith International LP

Great Golf Inc.

Guitar Center Stores Inc.
Homans Associates Inc.
Hughes MRO Ltd.
Huntington National Bank
Inkeeper Properties Inc.
International House Of Pancakes

JR Furniture USA Inc.

Joelle Inc.

JP Morgan Chase Bank K&G Men's Company Inc.

Katz

Lakeshore Equipment Company La-Z-Boy Showcase Shoppes Lifeway Christian Resources

Maggiano's/Comer Bakery Holding Corporation

Mall of Decoration Inc. Martin, Paul T. Mayland Cam Modernage Inc. Mor Furniture For Less MRV Wanamaker LLC

New Avenues Lease Ownership LLC

New Colorado Daily, Inc. North South Partner, LLC O'Charleys, Inc.

OK Apple Inc.

Oklahoma Gold Realty LLC Oklahoma Goodwill Industries,Inc. Orthodontic Centers of Virginia Inc.

Peak Place Holdings, LLC

Pork Place

Pot Luck Enterprises Inc.

Price Chopper Operating Company Prosound Music Centers Inc. Quantum Fine Casework Inc. Quarterdeck Corporate Office

Raymund Garza Remington Seeds LLC Restoration Ministries Ruby Tuesday's Salem Farm Realty Trust Salom Sons Inc.

Sam Ash Megastores,LLC

Schiavone, Daniel

Sky Bank

Solo Cup Company

Staples, The Office Surerstore Inc.

The Auto Toy Store and.
The Floor Store Inc.
The Julia Christy Salon Inc.

The Tep Boys
The Sports Authority

The TJX Operating Companies

Tire Kingdom, Inc.

Topline Appliance Depot Inc.

Toys R US Inc. Trader Joe's Company Truong, Se and Ly Tru Properties Inc.

TVI Inc. Viacom Outdoor

Visionary Retail Management Waterbed Emporium of California West Marine Products Inc.

Winchester Fun Expedition Corporation

Wired Management LLC Workforce Central Florida

Personal Property Lessors

Avaya Financial Services GE Fleet Services

IBM

Hewlett Packard Service Power Toshiba

Banks Utilized in the Company's

Cash Management System

American Savings AmSouth Bancorporation

Banco Popular Bank of America CRP Securities, LLC Chase Bank

Chase Bank
CRP Securities
Fifth Third Bank
Fifth Third Securities
JP Morgan Securities Inc
Lehman Brothers

Merrill Lynch Global Institutional Advisory Division

RBC Dain Rauscher

SunTrust

UBS Financial Services, Inc. Wachovia Bank & Securities

Wells Fargo

<u>Liquidators</u>

Gordon Brothers Retail Partners LLC

Great American Group Hilco Merchant Resources LLC Hudson Capital Partners LLC SB Capital Group LLC Tiger Capital Group LLC

Litigation Counterparties

Alicea, Ada Audiobahn Banker, Michael Booker, Jamal Dealtree DiPirro, Michael Donnelly, Kenneth

Federal Communications Commission

Foss, Andrew Harris, William Holloman, Latia Ibrahim, Betty

Internal Revenue Service

Iowa AG JP Morgan Chase

Keystone Automotive Industries

Kobra Properties Mad Rhino

Maria Moncayo (class action)

Massachusetts Department of Revenue Mastercard

Micro Electronics Millennium Retail Partners Monster Cable Moxley, Donald Murphy, Christopher

RealSource

Roberty Gentry (class action) Securities and Exchange Commission

Snow, Christopher State of Iowa

Temple, Floyd Edward Jr. Tennesee Department of Revenue

Unical Visa

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Voegtle, Clayton P. Weidler, Daniel

## Restructuring and Other Professionals

Bingham McCutchen LLP Emst & Young FTI Consulting Inc. Goldman, Sachs and Company Kirkland & Ellis LLP Kurtzman Carson Consultants LLC LeClairRyan McGuireWoods, LLP Ogilvy Renault LLP Osler, Hoskin & Hardcourt LLP Rothschild, Inc. Schulte Roth & Zabel LLP Wilmer, Cutler, Pickering Hale, & Dorr LLP

<u>U.S. Trustee's Office - Region 4</u> Bove, Frank J. Conlon, Debera F. Davis, Martha Early, Dennis J. Frankel, Jack I. Franklin, Shannon D. McDow, W. Clarkson. Van Arsdale, Robert Weschler, Cecelia A. Whitehurst, Kenneth N. III

### District Court Judges (Eastern District of Virginia)

Anderson, John F.

Brinkeman, Leonie M. Buchanan, Theresa C. Cacheris, James C. Davis, Ivan D. Ellis, T.S. III Hilton, Claude M.

Jones, T. Rawles Jr. Lee, Gerald Bruce O'Grady, Liam

Bankruptcy Court Judges

(Eastern District of Virginia)

Adams, David H. Huennekens, Kevin R. Mayer, Robert Mitchell, Stephen S. St. John, Stephen C. Shelley, Blackwell N. Tice, Douglas O. Jr.

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